

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:	)	Chapter 11
)	
BUILDING MATERIAL HOLDING	)	Case No. 09-12074 (KJC)
CORPORATION, <i>et al.</i> ,)	
)	
Debtors	)	Interim Obj. Deadline: February 1, 2010 at
	)	4:00 p.m. (ET)
	)	Final Obj. Deadline: February 4, 2010 at 4:00
	)	p.m. (ET)
	)	Hearing Date: February 22, 2010 at 1:00 p.m.
	)	(ET)

**SIXTH INTERIM AND FINAL APPLICATION OF BENESCH, FRIEDLANDER,
COPLAN & ARONOFF, LLP, FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE INTERIM PERIOD FROM
DECEMBER 1, 2009 THROUGH JANUARY 3, 2010 AND THE FINAL PERIOD
JUNE 26, 2009 THROUGH JANUARY 3, 2010**

Name of Applicant:	Benesch Friedlander Coplan & Aronoff LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	June 26, 2009
Interim Period for which Compensation and Reimbursement of Expenses is Sought	December 1, 2009 through January 3, 2010
Amount of Compensation Sought as Actual, Reasonable, and Necessary	\$23,838.00 ¹
Amount of Expense Reimbursement Sought As Actual, Reasonable, and Necessary:	\$556.19 ²

¹ The \$23,838.00 compensation requested herein includes a total of \$6,373.00 in fees incurred from the December 17, 2009 confirmation date through the effective date.

² The \$556.19 expense reimbursement requested herein includes a total of \$199.06 in expenses incurred from the December 17, 2009 confirmation date through the effective date.

Name of Applicant: Benesch Friedlander Coplan & Aronoff LLP

Final Period for which Compensation and Reimbursement of Expenses is Sought June 26, 2009 through January 3, 2010

Amount of Compensation Sought as Actual, Reasonable, and Necessary \$121,851.50

Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary \$2,665.22³

This is an interim and final application.

No time expended for preparation of this fee application is requested herein.

PREVIOUSLY FILED FEE APPLICATIONS

Fee Application Filed	Total Fees Requested	Total Expenses Requested	Certification of No Objection Filed	Allowed Fees	Allowed Expenses
09/02/09 [Docket No. 556] 6/26/09 – 7/31/09	\$26,405.50	\$300.08	Filed 9/29/09 [Docket No. 671]	\$21,124.40	\$300.08
9/18/09 [Docket No. 643] 8/1/09 – 8/31/09	\$13,029.00	\$50.51	Filed 10/9/09 [Docket No. 733]	\$10,423.20	\$50.51
10/23/09 [Docket No. 770] 9/1/09 – 9/30/09	\$15,119.00	\$1,083.79	Filed 11/11/09 [Docket No. 858]	\$12,095.20	\$1,083.79
11/13/09 [Docket No. 919] 10/1/09 – 10/31/09	\$27,183.00	\$201.53	Filed 12/07/09 [Docket No. 1069]	\$21,746.40	\$201.53
12/10/09 [Docket No. 919] 11/1/09 – 11/30/09	\$16,277.00	\$473.12	Filed 1/05/10 [Docket No. 1261]	\$13,021.60	\$473.12
Totals:	\$98,013.50	\$2,109.03		\$78,410.80	\$2,109.03

³ The \$2,665.22 expense reimbursement requested herein reflects a reduction of \$104.24 as previously identified in Applicant's Fourth Monthly Fee Application [Docket No. 1069] filed on November 13, 2009.

TIMEKEEPER SUMMARY

Name of Professional	Position with the Applicant and Number of Years in that position	Hourly Billing Rate	Total Cumulative Hours 06/26/09 – 11/30/09	Total Billed Hours 12/01/09 – 1/03/10	Total Cumulative Fees 06/26/09 – 11/30/09	Total Fees 12/01/09 – 1/03/10
Bradford J. Sandler, Esquire	Partner since 2007. Admitted to DE Bar in 2001, Member of PA Bar since 1996, Member of NJ Bar since 1995.	\$590.00 ⁴	60.50	31.20	\$35,695.00	\$18,408.00
		\$535.00	86.30	0.00	\$46,170.50	\$0.00
Kari Coniglio, Esquire	Associate since 2008. Member of OH Bar since 2006.	\$230.00	1.60	0.00	\$368.00	\$0.00
Jennifer R. Hoover, Esquire	Associate since 2007. Member of the DE Bar since 2007. Member of PA Bar since 2001.	\$360.00 ⁴	1.30	3.60	\$468.00	\$1,296.00
		\$330.00	9.80	0.00	\$3,234.00	\$0.00
Jennifer E. Smith, Esquire	Associate since 2009. Member of DE Bar since 2009.	\$240.00 ⁴	6.70	1.60	\$1,608.00	\$384.00
		\$210.00	9.90	0.00	\$2,079.00	\$0.00
Lisa M. Behra, Paralegal	Paralegal since 1999	\$190.00 ⁴	14.40	10.90	\$2,736.00	\$2,071.00
		\$175.00	7.20	0.00	\$1,260.00	\$0.00
Elizabeth Hein, Paralegal	Paralegal since 2009	\$230.00 ⁴	12.50	7.30	\$2,875.00	\$1,679.00
		\$220.00	5.60	0.00	\$1,232.00	\$0.00
Michelle Rennalls, Paralegal	Paralegal since 2009	\$195.00 ⁴	0.40	0.00	\$78.00	\$0.00
		\$175.00	1.20	0.00	\$210.00	\$0.00
Totals:			217.40	54.60	\$98,013.50	\$23,838.00

TOTAL HOURS BILLED: 272.00

TOTAL COMPENSATION: \$121,851.50

BLENDED RATE: \$447.98

⁴ Hourly rate increase effective October 1, 2009.

COMPENSATION BY PROJECT CATEGORY

PROJECT CATEGORY	Total Cumulative Hours 06/26/09 – 11/30/09	Total Hours 12/01/09 – 1/03/10	Total Cumulative Fees 06/26/09 – 11/30/09	Total Fees 12/01/09 – 1/03/10
02-Reclamation Claims	0.70	0.00	\$374.50	\$0.00
03-Case Administration	60.30	5.70	\$27,234.50	\$1,968.00
04-Financing	4.60	1.00	\$2,390.00	\$590.00
05-Firm Retention/Fees	30.30	11.00	\$10,111.50	\$2,726.00
06-Other Professionals Retention/Fees	34.80	8.20	\$14,790.50	\$3,234.00
07-Business Operations	7.40	0.10	\$4,047.00	\$59.00
08 – Use/Adequate Protection/Relief from Stay	7.60	1.00	\$4,286.00	\$590.00
09-Executory Contracts/Unexpired Personal Property Leases	4.50	3.90	\$2,479.00	\$2,301.00
10-Real Estate Leases	2.90	0.60	\$1,628.50	\$354.00
11-Asset Disposition/Sale	2.00	1.20	\$1,070.00	\$708.00
12-Employee Issues	0.80	0.00	\$450.00	\$0.00
13 - Tax	0.00	0.20	\$0.00	\$118.00
14-Environmental	0.00	0.00	\$0.00	\$0.00
15-Claims	10.80	2.10	\$5,750.50	\$1,239.00
16-Plan and Disclosure Statement	43.20	19.60	\$19,750.50	\$9,951.00
17-Travel	0.00	0.00	\$0.00	\$0.00
18-Litigation	5.30	0.00	\$2,474.00	\$0.00
19-Utilities	1.10	0.00	\$588.50	\$0.00
20-503(b)(9)	1.10	0.00	\$588.50	\$0.00
Totals	217.40	54.60	\$98,013.50	\$23,838.00

EXPENSE SUMMARY

EXPENSE CATEGORY	SERVICE PROVIDER	CUMULATIVE TOTAL EXPENSES 06/26/09 – 11/30/09	TOTAL EXPENSES 12/01/09 – 1/03/10
Photocopying	In-house	\$706.44	\$354.50
Parcels, Inc. (Copy Service/Courier/E- filing)	Parcels, Inc.	\$865.54	\$12.50
Delivery Charges	Federal Express	\$583.86	\$186.56
Long Distance		\$1.75	\$1.75
Postage		\$0.00	\$0.00
Filing Fees		\$50.00	\$0.00
Computer Research	Westlaw/Pacer	\$5.68	\$0.88
Conference Calls		\$0.00	\$0.00
Facsimile		\$0.00	\$0.00
Total		\$2,213.27⁵	\$556.19

⁵ The cumulative total expenses of \$2,213.27 does not reflect the \$104.24 reduction in expense as referenced in footnote 3 to this Application.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:	)	Chapter 11
BUILDING MATERIAL HOLDING CORPORATION, <i>et al.</i>,	)	Case No. 09-12074 (KJC)
Debtors	)	Interim Obj. Deadline: February 1, 2010 at 4:00 p.m. (ET)
	)	Final Obj. Deadline: February 4, 2010 at 4:00 p.m. (ET)
	)	Hearing Date: February 22, 2010 at 1:00 p.m. (ET)

SIXTH INTERIM AND FINAL APPLICATION OF BENESCH, FRIEDLANDER, COPLAN & ARONOFF, LLP, FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE INTERIM PERIOD FROM DECEMBER 1, 2009 THROUGH JANUARY 3, 2010 AND THE FINAL PERIOD JUNE 26, 2009 THROUGH JANUARY 3, 2010

Pursuant to 11 U.S.C. §§ 327 and 1103 and Rule 2014 of the Federal Rules of Bankruptcy Procedure, the law firm of Benesch Friedlander Coplan & Aronoff LLP (hereinafter “BFCA”) hereby submits its Sixth Interim and Final Application for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Interim Period from December 1, 2009 through January 3, 2010 (the “Interim Fee Period”) and for the Final Period from June 26, 2009 through January 3, 2010 (the “Final Fee Period”) for professional legal services rendered as counsel to the Official Committee of Unsecured Creditors of Building Material Holding Corporation., *et al.* (the “Debtors”). In support of its application, BFCA respectfully represents as follows:

1. On June 16, 2009, the Debtors filed with this Court Voluntary Petitions for relief under Chapter 11 of the Bankruptcy Code. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors were operating their businesses and managing their properties as debtors-in-possession.

2. On June 26, 2009, the United States Trustee appointed the Official Committee of Unsecured Creditors in the Debtors' chapter 11 cases (the "Creditors' Committee" or "Committee").

3. On July 29, 2009, the Creditors' Committee filed an Application to employ BFCA as its Delaware counsel. The Bankruptcy Court entered an Order on August 11, 2009 employing BFCA as Delaware Counsel to the Creditors' Committee effective as of June 26, 2009.

SUMMARY OF SERVICES RENDERED

4. BFCA has rendered professional legal services to the Creditors' Committee on a regular basis during the Fee Period, including:

- (a) providing legal advice with respect to the Committee's powers and duties with respect to the management of properties of the Estates;
- (b) taking necessary action to protect and preserve the Debtors' Estates;
- (c) preparing, presenting and responding to, on behalf of the Committee, necessary applications, motions, answers, orders, reports and other legal papers in connection with the administration of the Debtors' Estates in these cases;
- (d) performing any other legal services for the Committee, in connection with these Chapter 11 cases, except those requiring specialized expertise that BFCA is not qualified to render and for which special counsel has been or will be retained.

SUMMARY OF SERVICES BY PROJECT

5. To assist the Court in its review of the fees sought by Applicant, BFCA has separated its time entries for the Interim Fee Period into the project categories set forth below. The attorneys and paraprofessionals that have rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category in attachments hereto.

(03) Case Administration - (Fees: \$1,968.00 – Total Hours: 5.70)

This category represents time spent on ministerial matters arising in this case, such as file

organization, notices of various events, scheduling hearings or conference calls. This category captures time spent updating dockets, calendars and files.

(04) Financing – (Fees: \$590.00 – Total Hours: 1.00)

This category represents time used regarding funding for post-petition or post-confirmation operations, such as, use of cash collateral, DIP financing, post-confirmation financing.

(05) Firm Retention/Fees – (Fees: \$2,726.00 – Total Hours: 11.00)

This category represents time spent preparing and coordinating application for employment and fee applications for applicant.

(06) Other Professionals Retention/Fees - (Fees: \$3,234.00 – Total Hours: 8.20)

This category represents time spent preparing and coordinating applications for employment and fee applications for other professionals in these cases.

(07) Business Operations – (Fees: \$59.00 – Total Hours: 0.10)

This category represents time spent attending to matters relating to the operation of the Debtors' businesses, including due diligence, regulatory and license issues, insurance matters and ordinary course professional issues.

(08) Use/Adequate Protection/Relief from Stay – (Fees: \$590.00 – Total Hours: 1.00)

This category covers issues relative to Debtors' use of property in which other parties have an interest, including adequate protection and relief from stay issues, recoupment and set off issues.

(09) Executory Contracts/Unexpired Personal Property Leases – (Fees: \$2,301.00 – Total Hours: 3.90)

This category covers time used on issues regarding executory contracts, motions for assumption or rejection, any unexpired personal property leases, § 365(d)(4)(1) motions to

extend time for performance of obligations thereunder, etc.

(10) Real Estate Leases – (Fees: \$354.00– Total Hours: 0.60)

This category covers issues regarding unexpired real estate leases, including motions for assumption or rejection, motions to extend time for assumption and rejection, etc.

(11) Asset Disposition/Sale – (Fees: \$708.00 – Total Hours: 1.20)

This category covers issues regarding sale or disposition of estate assets.

(13) Tax – (Fees: \$118.00 – Total Hours: 0.20)

This matter covers all tax matters including analysis of tax consequences of a proposed plan of reorganization or disposition of assets, preparation of objections to tax claims, hearings thereon, etc.

(15) General Claims Matters – (Fees: \$1,239.00 – Total Hours: 2.10)

This category captures time spent in all other claims matters including review and objections thereto.

(16) Plan and Disclosure Statement – (Fees: \$9,951.00 – Total Hours: 19.60)

This category involves all issues regarding plans of reorganization and disclosure statements.

DISBURSEMENTS

6. BFCA has incurred total out of pocket disbursements during the Interim Fee Period in the amount of \$556.19. This disbursement sum is broken down into categories of charges and is included in attachments hereto.

7. BFCA represents as follows with regard to its charges for actual and necessary costs and expenses during the Fee Period:

(a) Copy charges are \$.10 per page, which charge is reasonable and customary in the legal industry representing costs of copy materials, outside service costs,

acquisition, maintenance, storage and operation of copy machines and copy center, together with a margin for recovery of lost expenditures.

(b) Incoming facsimiles are not billed.

(c) Outgoing facsimiles are billed at the rate of \$1.00 per page. The cost represents operator time, maintaining several dedicated facsimile telephone lines, supplies and equipment, and includes a margin for recovery of lost expenditures.

VALUATION OF SERVICES

8. Attorneys and paraprofessionals of BFCA have expended a total of 54.60 hours in connection with this matter during the Interim Fee Period. A detailed breakdown of the hours spent and services performed by such attorneys and paraprofessionals is set forth in attachments hereto.

9. The nature of the work performed by these persons is fully set forth in the attachments contained in this Application. The rates charged are BFCA's normal hourly rates for work of this character. The reasonable value of the services rendered by BFCA to the Committee during the Interim Fee Period is \$23,838.00.

10. At all relevant times, BFCA has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code and has not represented nor held any interest adverse to the interest of the Creditors' Committee.

11. BFCA has reviewed the requirements of Local Bankruptcy Rule 2016-2 and believes that this Application complies with the requirements of same.

12. All services for which compensation is requested by BFCA were performed for or on behalf of the Creditors' Committee, and not on behalf of the Debtors or other persons. There is no agreement or understanding between BFCA and any other persons, other than members of the firm, for the sharing of compensation to be received for services rendered in these cases.

13. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

WHEREFORE, BFCA respectfully requests compensation for professional services rendered to the Creditors' Committee in the sum of \$23,838.00 and reimbursement of actual and necessary expenses incurred in the sum of \$556.19 for the Interim Fee Period from December 1, 2009 through January 3, 2010, and final approval of compensation in the amount of \$121,851.50 and reimbursement of expenses in the amount of \$2,665.22 for the Final Fee Period from June 26, 2009 through January 3, 2010 and such other relief as this Court deems just and proper.

Respectfully submitted,

BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP

By: /s/ Bradford J. Sandler

Bradford J. Sandler, Esq. (No.4142)
Stuart A. Laven, Jr. (admitted *pro hac vice*)
Jennifer R. Hoover (DE #5111)
Kari B. Coniglio (admitted *pro hac vice*)
222 Delaware Avenue, Suite 801
Wilmington, DE 19801
(302) 442-7010
(302) 442-7012
bsandler@beneschlaw.com
slaven@beneschlaw.com
jhoover@beneschlaw.com
kconiglio@beneschlaw.com

Counsel to the Official Committee of Unsecured
Creditors

Date: January 15, 2010

CERTIFICATION OF RESPONSIBLE ATTORNEY

Pursuant to the Guidelines for Applications for Compensation and Reimbursement of Expenses Adopted by the Executive Office for the United States Trustees Pursuant to the Bankruptcy Reform Act 1994, effective January 30, 1996 (“U.S.T. Guidelines”) and Local Bankruptcy Rule 2016-2 (the “Local Bankruptcy Rules”), the undersigned, as responsible attorney, certifies (a) I have read the foregoing application, (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the compensation and expense reimbursement sought conforms with the U.S.T. Guidelines and the Local Bankruptcy Rules, and (c) the compensation and expense reimbursement requested are billed at rates and in accordance with practices no less favorable to the Debtor than those customarily employed by BFC&A generally.

/s/ Bradford J. Sandler

Bradford J. Sandler, Esq. (No.4142)

Stuart A. Laven, Jr. (admitted *pro hac vice*)

Jennifer R. Hoover (DE #5111)

Kari B. Coniglio (admitted *pro hac vice*)

222 Delaware Avenue, Suite 801

Wilmington, DE 19801

(302) 442-7010

(302) 442-7012

bsandler@beneschlaw.com

slaven@beneschlaw.com

jhoover@beneschlaw.com

kconiglio@beneschlaw.com

Counsel to the Official Committee of Unsecured
Creditors

Date: January 15, 2010

Case Administration

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/02/09	EH	Review e-file notices and download request for service; update 2002 service list	0.20
12/08/09	BJS	Review Amended Agenda and discuss with Liz Hein	0.30
12/08/09	JRH	Review emails related to Building Materials status	0.10
12/08/09	EH	Review agenda for 12/10/09 hearing	0.20
12/09/09	EH	Email M. Rennalls regarding rescheduled 12/15/09 omnibus hearing date	0.10
12/09/09	EH	Review amended agenda for 12/10/09 hearing	0.20
12/10/09	BJS	Various emails with R. Abramson regarding case issues	0.40
12/15/09	BJS	Review Agenda and discuss with Liz Hein	0.30
12/15/09	BJS	Various emails with Committee regarding status	0.30
12/15/09	EH	Review agenda for 12/17/09 hearing	0.20
12/16/09	BJS	Conference with L. Hein regarding omnibus hearing	0.30
12/28/09	EH	Review agenda for 12/30/09 hearing and email to B. Sandler regarding same	0.30
12/28/09	EH	Prepare binder for 12/30/09 hearing	0.30
12/29/09	JRH	Review agenda; emails with B. Sandler related thereto.	0.20
12/30/09	JRH	Meeting with J. Smith, and telephone call with B. Sandler.	0.20
12/30/09	JES	Preparation for and attendance at hearing	1.60
12/30/09	EH	Review agenda for 1/05/10 hearing	0.20
12/30/09	EH	Review amended agenda for 12/30/09 hearing; supplement hearing binder	0.20
12/30/09	EH	Review and respond to email from J. Hoover regarding attendance at 12/30/09 hearing	0.10

Case Administration

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.60	\$944.00
			<u>1.60</u>	<u>\$944.00</u>
<u>ASSOCIATE</u>				
JENNIFER R HOOVER	(JRH)	\$360.00	0.50	\$180.00
JENNIFER E. SMITH	(JES)	\$240.00	1.60	\$384.00
			<u>2.10</u>	<u>\$564.00</u>
<u>PARALEGAL</u>				
ELIZABETH HEIN	(EH)	\$230.00	2.00	\$460.00
			<u>2.00</u>	<u>\$460.00</u>
		TOTAL:	<u>5.70</u>	<u>\$1,968.00</u>

Financing

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/07/09	BJS	Review Liquidation Analysis	0.30
12/07/09	BJS	Various emails with counsel regarding liquidation analysis	0.40
12/07/09	BJS	Various emails with Committee regarding Liquidation Analysis	0.30

Financing

Attorney Name		Hourly Rate	Hours	Amount
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.00	\$590.00
			<u>1.00</u>	<u>\$590.00</u>
		TOTAL:	<u>1.00</u>	<u>\$590.00</u>

Firm Retention/Fees

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/02/09	BJS	Review final report from fee auditor for BFCA's First Quarter Fee Application	0.20
12/02/09	BJS	Various emails with Don Oliver regarding BFCA's First Quarter Fee Application review	0.10
12/02/09	EH	Download and review fee auditor's report for BFCA's first quarterly fee application; email B. Sandler and L. Behra	0.20
12/02/09	EH	Review e-file notices and download notice of quarterly fee application hearing; track hearing date	0.10
12/03/09	BJS	Email from L. Hein regarding Quarterly Fee Applications	0.10
12/03/09	EH	Review and respond to email from debtors' counsel regarding updated deadline to file second quarterly fee applications	0.20
12/04/09	BJS	Review BFCA's Fee Application	0.40
12/04/09	BJS	Various emails with Lisa Behre regarding BFCA's Fee Application	0.20
12/04/09	LMS	Preparation of BFCA Monthly Fee Application for November 2009	1.80
12/07/09	BJS	Various emails with Lisa Behre regarding BFCA's Fee Application	0.20
12/07/09	LMS	Prepare and file CNO regarding BFCA October monthly fee application	0.20
12/07/09	EH	Review e-file notices and download CNOs for BFCA, ESBA and Arent Fox monthly fee applications	0.20
12/07/09	EH	Review e-file notices and download order setting omnibus hearing dates	0.10
12/08/09	LMS	Email communication with B. Sandler regarding monthly fee application	0.20
12/08/09	LMS	Preparation of BFCA monthly fee application for November 2009	0.90

Date	Atty	Services	Hours
12/10/09	LMS	Preparation of BFCA monthly fee application for November 2009	0.50
12/10/09	LMS	Forward copy of BFCA monthly fee application to fee auditor	0.20
12/10/09	EH	Review e-file notices and download BFCA fifth monthly fee application	0.10
12/14/09	LMS	Preparation of BFCA Second Quarterly Fee Application	0.60
12/14/09	LMS	Email to C. Cathcart regarding noticing professionals' fee applications	0.20
12/15/09	LMS	Email to Debtor's counsel regarding 2002 service list	0.20
12/15/09	LMS	Email to claims agent regarding 2002 service list for Notice of Quarterly Fee Applications	0.20
12/16/09	LMS	Prepare and file BFCA Second Interim Fee Application	0.80
12/16/09	EH	Review e-file notices and download Arent and BFCA second quarterly fee applications	0.20
12/22/09	LMS	Review index for fee hearing and first and second quarterly fee charts relative to committee professionals	1.00
12/22/09	LMS	Telephone call with C. Cathcart regarding fee charts	0.20
12/22/09	LMS	Preparation of omnibus order regarding committee professionals first quarterly fee applications	0.70
12/22/09	EH	Review and respond to email from L. Behra regarding omnibus order for committee professionals' first quarterly fee applications	0.20
12/22/09	EH	Review and respond to email from debtors' counsel with proposed fee chart and omnibus fee order	0.20
12/22/09	EH	Conference with B. Sandler regarding preparation of omnibus fee order for committee professionals; email to L. Behra regarding same	0.20
12/23/09	BJS	Various emails with Don Oliver regarding Auditor Report for BFCA Second Quarterly Fee Application	0.20
12/28/09	EH	Review e-file notices; download and review fee examiner's report regarding BFCA second quarterly fee application	0.20

Firm Retention/Fees

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.40	\$826.00
			<u>1.40</u>	<u>\$826.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$190.00	7.70	\$1,463.00
ELIZABETH HEIN	(EH)	\$230.00	1.90	\$437.00
			<u>9.60</u>	<u>\$1,900.00</u>
		TOTAL:	<u>11.00</u>	<u>\$2,726.00</u>

Other Professional Retention/Fees

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/01/09	BJS	Review fee auditor report regarding YCST	0.10
12/01/09	BJS	Various emails with K. Lane regarding fee order	0.20
12/02/09	BJS	Review Fee Auditors Report for PWC	0.10
12/02/09	BJS	Various emails with Olga Ruiz regarding ESBA Fee Application	0.20
12/03/09	BJS	Review email from Alex Velinsky regarding Caption on the Fee Application	0.10
12/03/09	BJS	Review Capstone Fee Application	0.30
12/03/09	BJS	Review Monthly Fee Application of PriceWaterhouse	0.10
12/04/09	BJS	Review Fee Auditors Report regarding Executive Sounding Board	0.10
12/04/09	EH	Review e-file notices and download fee examiner report regarding ESBA first quarterly fee application	0.10
12/07/09	BJS	Review CNO regarding DI 952	0.10
12/07/09	BJS	Review CNO regarding Docket No. 953	0.10
12/07/09	BJS	Review Fee Application of Gibson Dunn	0.10
12/07/09	BJS	Review Fee Application of Young Conaway	0.10
12/07/09	BJS	Review Fee Application of Pricewaterhouse	0.10
12/07/09	LMS	Prepare and file CNO regarding Arent October monthly fee application	0.20
12/07/09	LMS	Prepare and file CNO regarding ESBA September and October monthly fee application	0.20
12/07/09	LMS	Return call to O. Ruiz regarding fee payments	0.20
12/08/09	EH	File second supplemental declaration in support of Arent's employment application	0.20
12/08/09	EH	Format second supplemental declaration in support of Arent's employment application	0.20

Date	Atty	Services	Hours
12/09/09	BJS	Review CNO regarding DI 980	0.10
12/09/09	BJS	Review Fee Application of Alvarez & Marsal	0.10
12/10/09	BJS	Review Fee Application for Peter J. Solomon	0.10
12/10/09	BJS	Review Fee Application for KPMG	0.10
12/11/09	BJS	Review Fee Auditors Report regarding Peter J. Solomon	0.10
12/11/09	BJS	Various emails with Olga Ruiz regarding ESBA Fee Application	0.30
12/11/09	BJS	Review ESBA Fee Application	0.20
12/11/09	BJS	Review Fee Application of Direct Fee Review	0.10
12/14/09	BJS	Review Arent Fox Fee Application	0.30
12/14/09	BJS	Various emails with Andrea Campbell regarding Arent Fox Fee Application	0.20
12/14/09	LMS	Email communications with ESB and Arent Fox regarding quarterly application due dates	0.30
12/14/09	LMS	Prepare and file ESB November monthly fee application	0.50
12/15/09	BJS	Various emails with Andrea Campbell regarding Fee Application Procedure	0.30
12/16/09	BJS	Various emails with A. Campbell regarding Arent Fox fee application	0.20
12/16/09	BJS	Review KPMG fee application	0.20
12/16/09	LMS	Prepare and file Arent Fox Second Interim Fee Application	0.40
12/16/09	LMS	Prepare and file ESB Second Interim Fee Application	0.40
12/16/09	LMS	Prepare and file Arent Fox November fee application	0.40
12/16/09	LMS	Telephone call and email communications with O. Ruiz of ESB regarding quarterly fee application	0.30
12/16/09	LMS	Telephone call with A. Campbell of Arent Fox regarding quarterly fee application	0.10
12/22/09	BJS	Review CNO regarding DI 1062	0.10
12/22/09	LMS	Respond to inquiry of ESB regarding December fee applications	0.20

Date	Atty	Services	Hours
12/29/09	EH	Download and review fee examiner's report for ESBA second quarterly fee application; email to B. Sandler	0.20
12/30/09	EH	Download and review fee examiner's report regarding Arent's second quarterly fee application	0.20

Other Professional Retention/Fees

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	4.10	\$2,419.00
			4.10	\$2,419.00
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$190.00	3.20	\$608.00
ELIZABETH HEIN	(EH)	\$230.00	0.90	\$207.00
			4.10	\$815.00
		TOTAL:	8.20	\$3,234.00

Business Operations

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/09/09	BJS	Review Declaration of Disinterestedness of Ordinary Course Professionals	0.10

Business Operations

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.10	\$59.00
			0.10	\$59.00
		TOTAL:	0.10	\$59.00

Use/Adequate Protection/Relief from Stay

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/01/09	BJS	Review motion for relief of Stance	0.30
12/11/09	BJS	Review COC regarding Ryland Homes and discuss with Liz Hein	0.30
12/16/09	BJS	Review order approving Ryland stipulation	0.10
12/18/09	BJS	Review Motion for Relief from Stay filed by Centex Homes	0.30

Use/Adequate Protection/Relief from Stay

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.00	\$590.00
			1.00	\$590.00
		TOTAL:	1.00	\$590.00

Executory Contracts/Unexpired Personal Property Leases
FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/02/09	BJS	Review Objection of Southwest Management to cure amounts	0.40
12/02/09	BJS	Review Objection to Notice of Possible Assumption of Executory Contracts filed by Berg Wholesale	0.10
12/02/09	BJS	Review Rio Grande Materials Objection to Possible Assumption of Executory Contracts	0.30
12/02/09	BJS	Review ECMD's Objection to Notice of Possible Assumption of Executory Contracts	0.30
12/02/09	BJS	Review Objection to Notice of Possible Assumption of Executory Contracts regarding Glass Craft Door Company	0.30
12/02/09	BJS	Review Crisp-La DEW Fire Protections Objection to Possible Assumption of Executory Contracts	0.10
12/03/09	BJS	Review Limited Objection to Notice of Possible Assumption of Executory Contracts filed by Infor Global Solutions	0.10
12/03/09	BJS	Review Objection to the Notice of Possible Assumption of Executory Contracts filed by First Cut Sewing and Braking	0.10
12/03/09	BJS	Review Objection to Notice of Possible Assumption of Executory Contracts filed by Walnut Creek Planning	0.10
12/03/09	BJS	Review Objection to Notice of Possible Assumption of Executory Contracts filed by C & I Tax Consultants	0.10
12/03/09	BJS	Review Continental Trading Inc's Objection to Notice of Possible Assumption of Executory Contracts	0.10
12/03/09	BJS	Review Objection of Brazos Forest Products to Possible Assumption of Executory Contracts	0.10
12/14/09	BJS	Review Supplemental Objection of Southwest Management	0.30
12/15/09	BJS	Review Memorandum of Law in Support of Debtor's Proposed Cure Amount regarding Southwest Management	0.30
12/15/09	BJS	Review CNO regarding DI 991	0.10
12/16/09	BJS	Review order authorizing amounts of Dixon lease	0.10

Date	Atty	Services	Hours
12/16/09	BJS	Review motion to amend Microsoft agreement	0.30
12/16/09	BJS	Review Order Authorizing the Debtor to Amend the Dixon Lease	0.10
12/16/09	BJS	Review Motion to Amend Licensing Agreement with Microsoft	0.30
12/21/09	BJS	Review Motion to Authorize SelectBuild Illinois, LLC to Enter into Agreements nunc pro tunc	0.30

Executory Contracts/Unexpired Personal Property Leases

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	3.90	\$2,301.00
			3.90	\$2,301.00
		TOTAL:	3.90	\$2,301.00

Real Estate Leases

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/16/09	BJS	Review motion to amend Boulders lease	0.30
12/16/09	BJS	Review Motion to Amended the Boulders Lease and to assume the Boulders Lease	0.30

Real Estate Leases

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.60	\$354.00
			0.60	\$354.00
		TOTAL:	0.60	\$354.00

Asset Disposition/Sale

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/08/09	BJS	Review Motion to Authorize Private Sale by C. Construction Inc.	0.40
12/14/09	BJS	Review revised exhibit regarding the Private Sale Motion to Sell C. Construction	0.40
12/15/09	BJS	Review Declaration of Bradley Dietz in Support of the C. Construction Sale	0.40

Asset Disposition/Sale

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	<u>1.20</u>	<u>\$708.00</u>
			1.20	\$708.00
		TOTAL:	<u>1.20</u>	<u>\$708.00</u>

Tax

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/02/09	BJS	Various emails with Committee regarding tax refund	0.20

Tax

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.20	\$118.00
			0.20	\$118.00
		TOTAL:	0.20	\$118.00

General Claims Matters

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/01/09	BJS	Review Cemak's response to claim objection	0.20
12/02/09	BJS	Review Pete Yanez's Response to the Debtor's Sixth Omnibus Objection to Claims	0.10
12/02/09	BJS	Review Response to Debtor's Sixth Omnibus Objection to Claims filed by MWB Building Contractors	0.10
12/02/09	BJS	Various emails with Committee regarding Omnibus Claim Objections	0.20
12/03/09	BJS	Review Continental Trading Inc's Response to Debtor's Fifth Omnibus Objection to Claims	0.10
12/09/09	BJS	Review Reply of Contracting Party Southwest Management to Debtor's Omnibus Response to Cure Claims	0.10
12/14/09	BJS	Review CNO regarding DI 926	0.10
12/14/09	BJS	Review Certification of Counsel regarding Document 927	0.20
12/14/09	BJS	Review Notice of Proposed Settlement of de minimus Claims	0.20
12/15/09	BJS	Review Objection to Parker Development's Motion for Leave to File Proof of Claim	0.20
12/15/09	BJS	Review CNO regarding DI 1013	0.10
12/15/09	BJS	Review Certification of Counsel regarding DI 929	0.10
12/16/09	BJS	Review order regarding Liuna plaintiffs	0.10
12/16/09	BJS	Review order regarding 6th claim objection	0.10
12/16/09	BJS	Review order sustaining 3rd claim objection	0.10
12/16/09	BJS	Review order regarding 4th claim objection	0.10

General Claims Matters

Attorney Name		Hourly Rate	Hours	Amount
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	2.10	\$1,239.00
			<u>2.10</u>	<u>\$1,239.00</u>
		TOTAL:	<u>2.10</u>	<u>\$1,239.00</u>

Plan & Disclosure Statement

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 3, 2010

Date	Atty	Services	Hours
12/01/09	BJS	Review Keller's objection to plan	0.30
12/01/09	BJS	Review Idaho Record Management's objection to cure, disclosure statement	0.30
12/01/09	BJS	Review Millegan's declaration regarding plan	0.10
12/02/09	BJS	Various emails with Committee re: Plan issues	0.20
12/02/09	BJS	Review Zuendel's Response to Plan of Reorganization	0.10
12/03/09	BJS	Various emails with Committee re: Plan	0.20
12/03/09	BJS	Telephone call with Katie Lane regarding Confirmation Hearing	0.30
12/04/09	BJS	Various emails with Counsel regarding Motion to Continue Confirmation Hearing	0.40
12/04/09	BJS	Various emails with Committee re: Plan of Reorganization and Disclosure Statement	0.30
12/04/09	BJS	Review draft Motion to Continue Confirmation Hearing and provide comments to Katie Lane	0.40
12/04/09	BJS	Various emails with Katie Lane regarding Motion to Continue Confirmation Hearing	0.30
12/04/09	BJS	Various emails with Committee regarding Motion to Continue Confirmation Hearing	0.20
12/04/09	BJS	Various emails with Chris Giaimo regarding Motion to Continue Confirmation	0.20
12/04/09	BJS	Various telephone calls with Katie Lane regarding Emergency Motion to Continue the Confirmation Hearing	0.50
12/04/09	BJS	Conference with Jennifer Hoover regarding Motion to Continue Confirmation Hearing	0.30
12/04/09	JRH	Review motion to continue, prepare motion to shorten notice, emails related thereto	1.50
12/04/09	JRH	Follow-up related to motion to extend; emails and telephone calls with K. Lane, and B. Sandler regarding strategy	1.00

Date	Atty	Services	Hours
12/04/09	EH	Conference with J. Hoover regarding filing of motion to continue confirmation hearing and motion to shorten	0.20
12/04/09	EH	Review email from J. Hoover regarding motion to continue confirmation hearing and motion to shorten	0.10
12/05/09	BJS	Various emails with counsel regarding Confirmation	0.40
12/07/09	BJS	Review Declaration in Support of William Milligan's Objection to Amended Disclosure Statement	0.30
12/07/09	BJS	Review Debtor's Memorandum of Law in Support of Confirmation	0.40
12/07/09	BJS	Review Declaration of Bradley Dietz in Support of Confirmation	0.30
12/07/09	BJS	Review Amended Plan and exhibits thereto	0.50
12/07/09	EH	Review e-file notices and download blackline and clean versions of amended plan	0.20
12/08/09	EH	Prepare binder for 12/10/09 confirmation hearing	0.60
12/08/09	EH	Email B. Sandler regarding appearance at 12/10/09 confirmation hearing	0.20
12/09/09	BJS	Review Amended Agenda and discuss with Liz Hein	0.10
12/14/09	BJS	Review Amended Plan	0.40
12/14/09	BJS	Review Plan Supplement	0.50
12/15/09	BJS	Review Declaration of Paul Street in Support of Confirmation	0.40
12/17/09	BJS	Prepare for and attend Confirmation Hearing	6.00
12/17/09	BJS	Review Objection of Third Avenue Special Situations to Confirmation	0.30
12/17/09	JRH	Attend confirmation hearing	0.60
12/17/09	EH	Email N. Hunt regarding B. Sandler's attendance at 12/17/09 confirmation hearing	0.20
12/17/09	EH	Prepare binder for 12/17/09 hearing; coordinate delivery to Judge Walsh's courtroom	1.00
12/18/09	BJS	Various emails with Committee regarding Confirmation	0.30

Plan & Disclosure Statement

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	14.00	\$8,260.00
			14.00	\$8,260.00
<u>ASSOCIATE</u>				
JENNIFER R HOOVER	(JRH)	\$360.00	3.10	\$1,116.00
			3.10	\$1,116.00
<u>PARALEGAL</u>				
ELIZABETH HEIN	(EH)	\$230.00	2.50	\$575.00
			2.50	\$575.00
		TOTAL:	19.60	\$9,951.00

Document Reproduction

Date	User	Description	Amount
12/10/09	LMS	Document Reproduction 199 copies	19.90
12/10/09	LMS	Document Reproduction 84 copies	8.40
12/14/09	LMS	Document Reproduction 64 copies	6.40
12/16/09	LMS	Document Reproduction 11 copies	1.10
12/16/09	LMS	Document Reproduction 216 copies	21.60
12/16/09	LMS	Document Reproduction 2971 copies	297.10
TOTAL:			\$354.50

Delivery Fee - Outside

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
12/31/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC 12/17 TO JUDGE K J CAREY	12.50
TOTAL:			<u>\$12.50</u>

Federal Express

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
12/17/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 10/5 TO M. ROSSENTHAL	6.96
12/17/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 10/5 T. L. KENT	6.96
12/17/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 10/5 A G YORK	10.70
12/17/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 10/5 K B FISHER	11.92
12/31/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 12/10 TO PAUL S. STREET	11.51
12/31/09	BJS	Federal Express - Vendor: FEDERAL EXPRESS 12/10 TO KEVIN B. FISHER	12.03
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/10 TJO M. ROSENTHAL M.. KELSEY	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/10 TO JOSEPHN MCMAHON	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/14 TO PAUL S. STREET	11.51
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/14 TO S. BEACH R. POPPITI	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/14 TO KEVIN B. FISHER	12.03
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/14 M. ROSENTHAL M. KELSEY	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/14 TO JOSEPH MCMAHON	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/16 TO PAUL STREET PG 24	11.51
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/16 TO M R KELSEY PG 24	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/16 TO J MCMAHON	9.68
12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 12/16 TO S. BEACH R. POPPITI JR	9.68

12/31/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS	13.99
		12/16 TO K B. FISHER	

TOTAL:	<hr/>	\$186.56
--------	-------	----------

Long Distance Calls

Date	User	Description	Amount
12/14/09	LMS	Long Distance Calls ORLANDO FL - EXT4653 4076838207 Duration: 00:02:	0.70
12/16/09	LMS	Long Distance Calls WASHINGT DC - EXT4653 2028576424 Duration: 00:01	0.35
12/16/09	LMS	Long Distance Calls NEW YORK NY - EXT4653 2129440750 Duration: 00:02	0.70
TOTAL:			<hr/> \$1.75

Computer Research

Date	User	Description	Amount
12/07/09	XXX	Computer Research - Pacer PACER 2009 11 PAGES	0.88
TOTAL:			<hr/> \$0.88

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----	X	
In re:	:	Chapter 11
	:	
BUILDING MATERIAL HOLDING	:	Case No. 09-12074 (KJC)
CORPORATION, <u>et al.</u>	:	
	:	Jointly Administered
Debtors.	:	
	:	
-----	X	

CERTIFICATE OF SERVICE

I, Bradford J. Sandler, Esquire, hereby certify that on January 15, 2010, a true and correct copy of the foregoing document was served via overnight delivery, postage prepaid, upon all parties on the attached list.

Dated: January 15, 2010

BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP

By: /s/ Bradford J. Sandler
Bradford J. Sandler, Esquire (No. 4142)
222 Delaware Ave., Suite 801
Wilmington, DE 19809
302-442-7010 (telephone)
302-442-7012 (facsimile)
bsandler@beneschlaw.com

Counsel to the Official Committee of Unsecured
Creditors

Building Materials Holding Corporation
Attn: Paul S. Street
720 Park Boulevard
Suite 200
Boise, ID 83712

Gibson, Dunn & Crutcher LLP
Attn: Michael A. Rosenthal and Matthew K. Kelsey
200 Park Avenue
New York, NY 10166

Office of the United States Trustee
Attn: Joseph McMahon
844 King Street
Suite 2207
Wilmington, DE 19801

Young Conaway Stargatt & Taylor, LLP
Attn: Sean M. Beach and Robert F. Poppiti, Jr.
The Brandywine Building
1000 West Street
17th Floor
Wilmington, DE 19801

Paul, Hastings, Janofsky & Walker LLP
Attn: Kevin B. Fisher
55 Second Street
24th Floor
San Francisco, CA 94105